

# DOCKET FILE COPY ORIGINAL

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May-03-02 11:28am From-PATTON BCGS LLP

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READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FCC/MELLON

MAY 02 2002

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVISE

Approved by OMB

3060-0389

Page No. of

(1) LOCKBOX # 358145

SPECIAL USE

CC USE ONLY

**STAMP-IN**

## SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)															(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)									
Patton Boggs LLP															50.00									
(4) STREET ADDRESS LINE NO. 1																								
2550 M Street, NW																								
(5) STREET ADDRESS LINE NO. 2																								
(6) CITY															(7) STATE					(8) ZIP CODE				
Washington															DC					20037				
(9) DAYTIME TELEPHONE NUMBER (include area code)															(10) COUNTRY CODE (if not in U.S.A.)									
202457-6000																								

## FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)															(12) PAYER (TIN)														
0006-0361-80															520749196														

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B  
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICANT NAME																								
Intelligent, Inc.																								
(14) STREET ADDRESS LINE NO. 1																								
460 Hendon Parkway																								
(15) STREET ADDRESS LINE NO. 2																								
Suite 100																								
(16) CITY															(17) STATE					(18) ZIP CODE				
Hendon															VA					20170				
(19) DAYTIME TELEPHONE NUMBER (include area code)															(20) COUNTRY CODE (if not in U.S.A.)									
7033264650																								

## FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)															(22) APPLICANT (TIN)														
00043741415															510390077														

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID															(24A) PAYMENT TYPE CODE										(25A) QUANTITY									
															CUT										1									
(26A) FEE DUE FOR (PTC)															(27A) TOTAL FEE										FCC USE ONLY									
															815.00																			
(28A) FCC CODE 1															(29A) FCC CODE 2																			
(23B) CALL SIGN/OTHER ID															(24B) PAYMENT TYPE CODE										(25B) QUANTITY									
(26B) FEE DUE FOR (PTC)															(27B) TOTAL FEE										FCC USE ONLY									
(28B) FCC CODE 1															(29B) FCC CODE 2																			

## SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT														
I, Paul C. Bennett, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u>Paul C. Bennett</u> DATE <u>May 2, 2002</u>														

## SECTION 3 - CREDIT CARD PAYMENT INFORMATION

(31) MASTERCARD/VISA ACCOUNT NUMBER:															EXPIRATION														
<input type="checkbox"/> MASTERCARD																													
<input type="checkbox"/> VISA																													
I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.																													
SIGNATURE _____															DATE _____														

**PATTON BOGGS LLP**  
ATTORNEYS AT LAW

2560 M Street, NW  
Washington, DC 20037-1350  
202-457-6000

Facsimile 202-457-6315  
www.pattonboggs.com

May 2, 2002

Janet Fitzpatrick Moran  
(202) 457-5668  
jmoran@pattonboggs.com

**EXPEDITED ACTION REQUESTED**

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
Common Carrier Network Services  
P.O. Box 358145  
Pittsburgh, PA 15251-5115

Re: Teligent, Inc. (debtor-in-possession)  
Domestic Section 214 Application for Transfer of Control

Dear Ms. Dortch:

Teligent, Inc. (debtor-in-possession) by its attorneys, hereby submits its Application for Transfer of Control of Teligent Services, Inc., which holds a domestic Section 214 authorization, from Teligent, Inc. (debtor-in-possession) to Teligent, Inc. ("New Teligent").

The applicants are requesting expedited consideration because Teligent, Inc.'s (debtor-in-possession) creditors continue to fund its operations in weekly increments from a pool of funds created at the onset of the bankruptcy proceeding. The pool of funds is extremely limited and thus it is critical that the Plan of Reorganization be confirmed and consummated as soon as possible. FCC approval of the requested transfer is a prerequisite to such consummation. Therefore, the applicants request expedited processing of the instant application.

Enclosed is a check for Eight hundred and fifteen dollars (\$815.00) for the related filing fee.

If you have any questions, please contact me at the number above.

Sincerely,



Janet Fitzpatrick Moran

cc: Terri B. Natoli  
William Dever (via e-mail)

Before the  
**FEDERAL COMMUNICATIONS COMMISSION**  
 Washington, D.C. 20554

In the Matter of )

TELIGENT, INC. )

Application for authority pursuant )  
 to Section 214 of the Communications )  
 Act of 1934, as amended, for Consent to )  
 Transfer Control of Domestic )  
 Section 214 Authority )

*WCB*  
~~EXPEDITED ACTION~~ *02-103*  
**EXPEDITED ACTION**  
**REQUESTED**

**APPLICATION FOR AUTHORITY TO TRANSFER CONTROL**

Teligent, Inc. (debtor-in-possession) ("Teligent DIP" or "Old Teligent") and Teligent, Inc. ("New Teligent") hereby request authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214, and Section 63.04 of the Commission's Rules, 47 C.F.R. Section 63.04 (2001)<sup>1</sup>, to transfer control of Teligent Services, Inc. ("TSI"), a wholly-owned subsidiary of Teligent DIP which holds FCC Section 214 authority for domestic non-dominant telecommunications carriers (and International Section 214 authority), from Teligent DIP to New Teligent.

Teligent DIP is a corporation organized under the laws of the State of Delaware with its principal business office located at 460 Herndon Parkway, Herndon, Virginia 20170. Its wholly-owned subsidiary, TSI, provides facilities-based fixed-wireless broadband telecommunications services as well as resold services, including resold long distance services to customers. TSI also has authority to

<sup>1</sup> Although the rules adopted in the Commission's Report and Order, Implementation and Further Streamlining Measures for Domestic Section 214 Authorizations, FCC 02-78, released March 21, 2002, do not go into effect until May 17, 2002, the Commission recognized that "there are no rules specifying the content of domestic applications." *Id.* at 7. Therefore, Teligent has followed the format adopted therein. This format is consistent with that outlined in Public Notice DA 01-1634, released July 20, 2001.

provide intrastate interexchange service in every state and intrastate local exchange service in 39 states and the District of Columbia.<sup>2</sup>

As the Commission is aware, Old Teligent has been operating under Chapter 11 protection since May 21, 2001.<sup>3</sup> As described more fully herein, Applicants seek authority, subject to the Bankruptcy Court's approval, to enable New Teligent to emerge from Chapter 11 under new ownership with new funding.<sup>4</sup> Pursuant to a Plan of Reorganization ("POR") which is expected to be formally submitted to the Bankruptcy Court in the next few days,<sup>5</sup> Teligent's current senior secured lenders ("New Equity Owners") will provide the necessary capital to permit Old Teligent and certain of its wholly-owned subsidiaries, including TSI, to emerge from Chapter 11 and continue the provision of existing and new services. As will also be described in more detail below, in exchange for the financial backing necessary to fund a

<sup>2</sup> TSI discontinued its facilities-based local exchange and other facilities-based switched services late last year pursuant to Section 63.71 of the rules, NSD File No. W-P-D-514, which became effective on September 10, 2001. (TSI's resold long distance services were not affected.) TSI continues to retain all of its state and federal service authorizations, however, to enable it to resume the offering of these services once it emerges from bankruptcy if market conditions warrant. TSI currently continues to provide resold services using the facilities of other carriers as well as facilities-based non-switched service.

<sup>3</sup> Teligent, Inc. and its subsidiaries (Old Teligent) filed for bankruptcy on May 21, 2001, and currently operate under the protection of Chapter 11 of the U. S. Bankruptcy Code before the U. S. Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). See Chapter 11 Case No. 01-12974 (SMB) (Bankr. S.D.N.Y.). Old Teligent notified the Commission of this Chapter 11 filing via letter dated the same day addressed to each Commissioner's Office, the Common Carrier Bureau, the Wireless Telecommunications Bureau and the International Bureau. Old Teligent's license holding subsidiaries also obtained FCC consent to the involuntary *pro forma* assignment of their licenses as a result of their debtor-in-possession status pursuant to Public Notice, Report Number: 963, dated 9/12/2001. See FCC File Nos. AA 0000476723, AM 0000476726, AM 0000476734 and AM 0000476724.

<sup>4</sup> Teligent previously submitted applications for FCC consent to a Chapter 11 "Re-emergence" plan through a newly formed entity, TAC License Corp. This consent was granted by Public Notice dated October 31, 2001. (See FCC File Nos. AM 00000574535; AM 0000572629; AM0000575783; and AM 0000574304). Due to numerous factors beyond Teligent's control, largely related to the collapse of the financial markets in the wake of the September 11, 2001 tragedy, the requisite financing expected for the TAC transaction was not forthcoming in a timely manner. As a result that transaction could not be consummated and it was necessary for Teligent to pursue a different course of action for "emerging."

<sup>5</sup> The Bankruptcy court must approve the POR ("Confirmation") before New Teligent can emerge. If a POR is not confirmed for some reason, it is likely the Chapter 11 case will be converted to a Chapter 7 and the funding committed by the New Equity Owners will be used to fund a different and likely new corporate entity created solely to enable the New Equity Owners to bring the assets, including the FCC licenses and operations of Old Teligent, out of bankruptcy proceedings subject to FCC approval. Should the POR not be confirmed, Applicants will withdraw this instant application and file a replacement application to assign the licenses to the new entity, similar to the previously approved applications to assign the licenses to the newly-formed TAC License Corp. discussed in footnote 3 above.

reorganized Old Teligent until it is projected to be cash flow positive, each New Equity Owner will obtain an ownership interest in New Teligent in proportion to the size of its capital investment.<sup>6</sup>

After several difficult months of diligently working through its financial challenges and revising its business plan to reflect the realities of today's current marketplace in terms of customer expectation, investor expectation, and service demand, New Teligent is anxious to emerge as quickly as possible and begin to rebuild its businesses to better able it to bring the benefits of competition and efficient spectrum utilization to the public in a manner which maximizes the use of the capital Teligent will have at its disposal for its on-going operations rather than relying on future "anticipated" capital funding which, as the industry has recently seen, may never be available. Moreover, Teligent's creditors continue to fund its operations in weekly increments from a pool of funds created at the onset of the bankruptcy proceeding. The pool of funds is extremely limited and thus it is critical that the POR be confirmed and consummated as soon as possible. As a result Applicants respectfully request that this application be as granted as expeditiously as possible.

Upon court confirmation of the POR, New Teligent will emerge from Chapter 11 under a more simplified corporate structure,<sup>7</sup> owned by the New Equity Owners, all of which are banks and other financial institutions. No competing domestic or international carrier will own any Teligent shares. The current shares of Old Teligent stock, which are currently publicly traded, will be cancelled and new privately-held shares of New Teligent will be issued. The transaction will in no way diminish competition, as no merger, consolidation, or acquisition involving another carrier or licensee is part of Teligent's POR. Moreover, by providing the necessary capital to support the operations of the emerged Teligent, the POR,

<sup>6</sup> Concurrently herewith, applications are being filed seeking consent to assign the wireless licenses of other subsidiaries of Old Teligent to New Teligent. Thus, in addition to the instant Section 214 application, New Teligent is seeking consent for the assignment of certain of its Part 101 FCC licenses of Teligent License Co. I L.L.C., (debtor-in-possession), Teligent License Co. II L.L.C. and BackLink, L.L.C. (debtor-in-possession), as well as its international Section 214 authority.

<sup>7</sup> It is expected that only three Teligent entities will emerge from Chapter 11 as set forth on Attachment 1.

upon consummation, will enable Teligent to continue competitive telecommunications operations, thereby having a positive effect on competition in the telecommunications industry.

## **I. Description of the Applicants**

### **A. Teligent, Inc. (Transferee)**

Transferee will be the reorganized Teligent, Inc., (debtor-in-possession) that will emerge from Chapter 11 upon Court approval and Commission consent. It will remain the same legal entity it is currently except it will no longer be a debtor-in-possession and no longer be a publicly-traded corporation. Transferee is a Delaware corporation with its principal business office located at 460 Herndon Parkway, Herndon, Virginia 20170. New Teligent is filing this instant application because 100% of its stock previously issued and outstanding will be cancelled pursuant to the POR and new stock issued to the New Equity Owners. While no single new shareholder will own a controlling interest in New Teligent (just as no single shareholder owns a controlling interest in Old Teligent) since more than a 50% change in current ownership of Teligent's stock will occur, Teligent understands that this transaction likely falls within the rules governing a substantial change in ownership or control and therefore cannot be handled using *pro forma* processing or post-closing notification.<sup>3</sup> Upon emerging New Teligent will be managed by the same senior management team in management positions comparable to those currently held in Old Teligent. Attachment 2 to this Application sets forth the names, titles, and brief biographical information about those individuals.

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<sup>3</sup> New Teligent is concurrently filing a FCC Form 602 ownership report with respect to its Part 101 licenses setting forth its anticipated ownership structure at the time the POR becomes effective and Teligent emerges. At the time this occurs, ownership of New Teligent will be widely disbursed such that no single entity will hold a *de jure* or *de facto* controlling interest in New Teligent or the FCC licenses that New Teligent will hold. As set forth on the FCC Form 602 only one disclosable interest holder will hold a greater than 10% interest in New Teligent *i.e.*, JPMorgan Chase Bank with a 14% interest.

**B. Teligent Inc. (debtor-in possession) (Transferor)**

Transferor is a corporation organized under the laws of the State of Delaware with its principal business office located at 460 Herndon Parkway, Herndon, Virginia 20170. Transferor's license-holding subsidiaries provide fixed-wireless telecommunications capacity over licensed facilities to their affiliate, Teligent Services, Inc. ("TSI"). These facilities are used by TSI (Teligent's service providing entity and Section 214 holder) to provide facilities-based fixed-wireless broadband services. TSI also provides resold services, including long distance service to customers using the facilities of other underlying carriers..

**II. Description of the Ownership Structure of Teligent Upon Emergence From Chapter 11**

Old Teligent is currently a publicly-traded corporation with only one shareholder, to date, that holds a ten percent or greater voting interest in the company. No single shareholder or group of shareholders acting in concert hold *de facto* or *de jure* control over Teligent. In accordance with its corporate articles and by-laws, Teligent is currently governed by its Board of Directors, and its senior management is responsible for the day-to-day operations of the company. The FCC has previously recognized that *de facto* control lies with Teligent's senior management and its Board.<sup>9</sup>

When Old Teligent, pursuant to a court-approved POR, emerges from Chapter 11 as New Teligent, all of its previously issued and outstanding stock will be cancelled and a new Class A common stock will be issued. This new stock will be privately held by the New Equity Owners that are providing the funding to enable the company to emerge. As briefly explained above, new Teligent's New Equity Owners are comprised of members of its current senior secured lender group -- a number of banks and financial institutions that have collectively determined that the current management of Teligent, who is intimately familiar with the financial and operational needs of Teligent's businesses

through their on-going managerial experience and participation in Teligent's on-going operations over the past few years, can, through its newly-developed business plan, make the company a viable and successful competitor.

Under its revised business plan, Teligent will continue to provide its current non-switched facilities-based fixed wireless transport, private line and other wholesale and carrier-to-carrier services as well as switched resold services, while it explores other market opportunities for the efficient use of its fixed-wireless capabilities.

The New Equity Owners will together hold 100% of the shares of New Teligent, each individual shareholder holding an ownership percentage based directly on the level of capital funding commitment. No single shareholder will hold *de jure* or *de facto* control of New Teligent. Only one individual shareholder, JPMorgan Chase Bank will hold greater than 10% of New Teligent's stock. Each shareholder, pursuant to a Stockholders Agreement<sup>10</sup> among them, will, through proxy, permit their shares to be voted by a Stockholder Committee ("SC") for all matters requiring stockholder vote except "Extraordinary Events."<sup>11</sup> The SC will consist of approximately 7 members each having an equal voting right. All actions taken by the SC will require a majority vote with a quorum of members present. A tie will be broken by the Chairperson, who will be appointed from among the members of the SC. Thus, no single shareholder will hold *de jure* or *de facto* control of the SC either. Consequently, *de facto* control will lie with all Teligent shareholders collectively, which, pursuant to the Stockholder Agreement, have elected to have their shares voted by the SC for all but "Extraordinary Events".

The SC will be advised by Teligent's three member Board of Directors, who will report to and make recommendations to the SC regarding Teligent's short and long term goals and actions. The SC

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<sup>9</sup> See FCC File Nos. AM 0000466071; AM 0000466077; AM 0000466085; AM 0000476724 granted 9/06/01 pursuant to Public Notice Report Number: 963 released 9/12/2001.

<sup>10</sup> A copy of the Stockholder's Agreement will be provided upon request.

<sup>11</sup> "Extraordinary Events" involve e.g. decisions involving the emerged Teligent's future existence such as those relating to a merger where it would not be the surviving entity, liquidation or sale of the company or changes to the number of authorized shares.



will have the power to remove/appoint and add directors. The Board will consist of Teligent's CEO, Jim Continenza, who was initially brought in to the company as Teligent's COO by Teligent's former CEO in September 2000. In addition, two independent directors will be appointed and approved by the SC.<sup>12</sup> Mr. Continenza, the CEO of New Teligent and the COO of Old Teligent, together with Teligent's current Senior Vice President, General Counsel and Secretary, Stuart Kupinsky, have been shepherding Teligent through its difficult and arduous bankruptcy process, interfacing and negotiating daily with its numerous and varied creditor groups, the Bankruptcy Court, potential investors and ongoing suppliers to enable Teligent to have an opportunity to emerge from Chapter 11 as a going concern. Along with these two individuals, New Teligent's day-to-day operations will continue under the supervision and direction of the same Old Teligent senior management team, each of whom were employed by Teligent prior to its bankruptcy filing.

### III. Section 63.04(a) Information<sup>13</sup>

The following information is submitted, as required by Section 63.04(a) of the Commission's Rules, in support of Teligent Services, Inc.'s request for authorization.

- (1) Teligent Services, Inc.  
460 Herndon Parkway, Suite 100  
Herndon, VA 20170  
(703) 326-4650 (Telephone)  
(703) 326-4887 (Fax)

Teligent, Inc. (debtor-in-possession) (Transferor)  
460 Herndon Parkway, Suite 100  
Herndon, VA 20170  
(703) 326-4650 (Telephone)  
(703) 326-4887 (Fax)

<sup>12</sup> In addition, the SC must consent to the hiring or removal of Teligent's CEO, its General Counsel and its Chief Financial Officer.

<sup>13</sup> As noted above, although the rules adopted in the Commission's *Report and Order, Implementation and Further Streamlining Measures for Domestic Section 214 Applications*, FCC 02-78, released March 21, 2002, do not go into effect until May 17, 2002, the Commission recognized that "there are no rules specifying the content of domestic applications." *Id.* at 7. Therefore, Teligent has followed the format adopted therein. Pursuant to the Commission's current rules, the domestic and international Section 214 applications are being filed separately, with separate filing fees.

Teligent, Inc. (Transferee)  
 460 Herndon Parkway, Suite 100  
 Herndon, VA 20170  
 (703) 326-4650 (Telephone)  
 (703) 326-4887 (Fax)

- (2) Teligent, Inc. (debtor-in-possession), Teligent Services, Inc., and Teligent, Inc. are all corporations organized under the laws of the State of Delaware.

- (3) Correspondence concerning this application should be sent to:

Terr B. Natoli  
 Vice President, Regulatory Affairs and Public Policy  
 460 Herndon Parkway, Suite 100  
 Herndon, VA 20170  
 (703) 326-4650 (Telephone)  
 (703) 326-4887 (Fax)  
[terr.natoli@teligent.com](mailto:terr.natoli@teligent.com)

and

Paul C. Besozzi, Esq.  
 Patton Boggs LLP  
 2550 M Street, N.W.  
 Washington, D.C. 20037  
 (202) 457-5292 (Telephone)  
 (202) 457-6315 (Fax)

- (4) The name, address, citizenship and principal business of each shareholder that controls ten percent (10%) or more of Teligent, Inc. is as follows:

JP Morgan Chase Bank	Percentage held:	14%
380 Madison Avenue, 9 <sup>th</sup> Floor		
New York, New York 10017		
Principal business:	Investment Banking	
Citizenship:	U.S.	

- (5) Teligent, Inc. certifies that no party to this application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (6) Description of Transaction. See above.
- (7) Transferor, through its subsidiary, TSI, provides its domestic non-dominant interstate telecommunications nationwide and its fixed-wireless broadband telecommunications service in the 74 FCC-licensed SMSA areas where it holds 24 GHz service licenses. Transferee does not currently provide any telecommunications service.

- (8) Teligent, Inc., the transferee, is not a telecommunications provider and therefore meets the presumptive streamlined category set forth in Section 64.03(b)(ii) of the Commission's rules.
- (9) Concurrently herewith, applications are being filed seeking consent to assign the fixed-wireless licenses of other subsidiaries of Old Teligent to New Teligent. Thus, in addition to the instant domestic Section 214 application, New Teligent is seeking consent for the assignment of certain of its Part 101 FCC licenses of Teligent License Co. I L.L.C., (debtor-in-possession), Teligent License Co. II L.L.C. and BackLink, L.L.C. (debtor-in-possession), as well as its international Section 214 authority.
- (10) The applicants are requesting expedited consideration because Teligent, Inc.'s (debtor-in-possession) creditors continue to fund its operations in weekly increments from a pool of funds created at the onset of the bankruptcy proceeding. The pool of funds is extremely limited and thus it is critical that the POR be confirmed and consummated as soon as possible. Applicants hope to gain approvals necessary to consummate within the next 45 days or so.
- (11) No waivers are being filed in conjunction with this transaction (except for a filing fee refund which is being sent directly to OMD and OGC and does not involve consideration of any substantive rule waiver concerning Section 214 authority).
- (12) By granting this application, the Commission will serve the public interest, convenience and necessity by (1) increasing competition in the U.S. telecommunications market by reintroducing Teligent as a viable telecommunications competitor; (2) promoting the effective and efficient use of fixed-wireless spectrum; and (3) minimizing the disruption of Teligent's current services to its customers. Thus, the public interest will be served by the grant of Section 214 authority to Teligent.

### CONCLUSION

In conclusion, Teligent certifies that all of the information in this application is accurate and correct. For these reasons, Teligent respectfully requests that the Commission grant this application.

Respectfully submitted,

**TELIGENT, INC. (debtor-in-possession)**

By: Terri B. Natoli  
Terri B. Natoli  
Its: Vice President, Regulatory Affairs and  
Public Policy

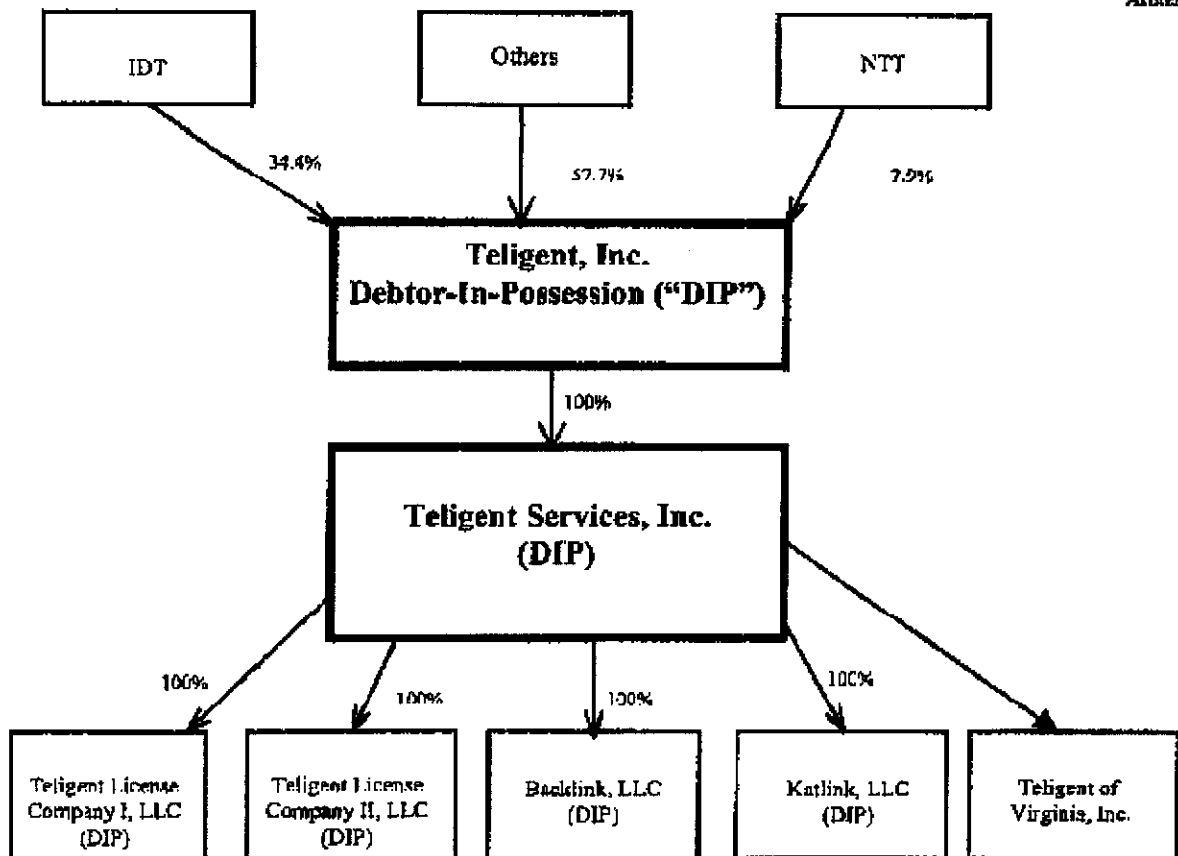
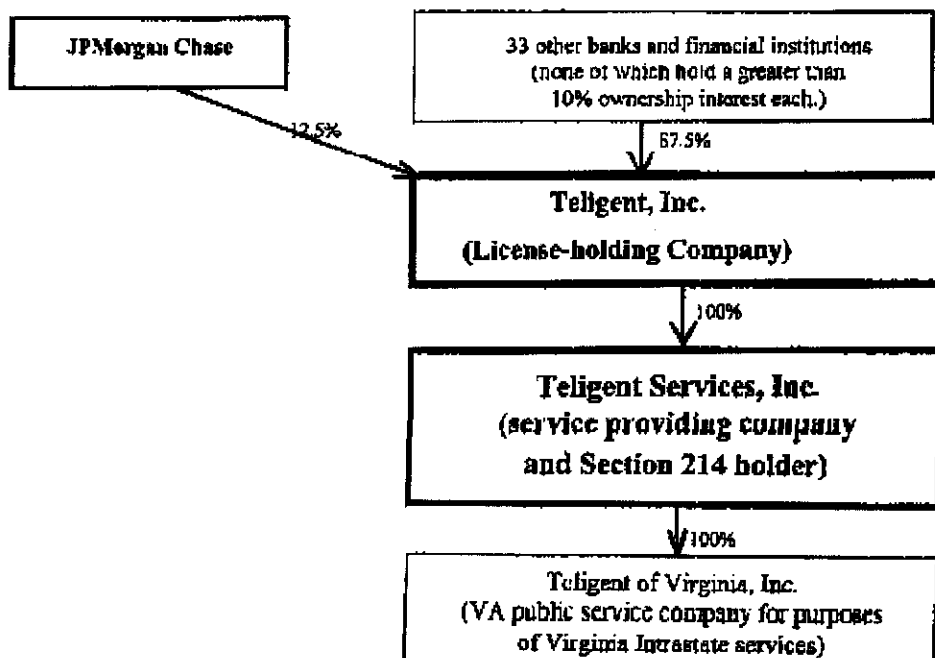
**TELIGENT SERVICES, INC.**

By: Terri B. Natoli  
Terri B. Natoli  
Its: Vice President, Regulatory Affairs and  
Public Policy

**TELIGENT, INC.**

By: Terri B. Natoli  
Terri B. Natoli  
Its: Vice President, Regulatory Affairs and  
Public Policy

Dated: May 2, 2002.

**Current Teligent Organizational Structure (Under Chapter 11 Protection)**Teligent, Inc.  
Section 214 Application  
Attachment 2**"Emergent" Teligent Organizational and Ownership Structure**

## ATTACHMENT 2

**EMERGED TELIGENT SENIOR MANAGEMENT TEAM****I. Senior Management<sup>1</sup>**

Upon consummation of the POR, New Teligent's senior management team is expected to be as follows:

<u>Name</u>	<u>Title</u>
James V. Continenza	Chief Executive Officer, President and Director
Stuart H. Kupinsky	Senior Vice President, General Counsel, Secretary
William Marshall	Chief Financial Officer, Treasurer
Roger A. Sullivan	Vice President, Network Operations
William R. Tyson	Vice President, Customer Operations
Denisse Goldberg	Vice President, Marketing
Terri B. Nardi	Vice President, Regulatory Affairs and Public Policy

**II. Management Experience**

**James V. Continenza.** Mr. Continenza will be a director and will serve as Chief Executive Officer and President. Mr. Continenza has served as Chief Operating Officer and a director of Old Teligent since May 2001. Mr. Continenza served as Senior Vice President of Sales and Operations of Old Teligent from October 2000 to May 2001. Mr. Continenza served Lucent Technologies Product Finance, a CFF Company, as its President and Chief Executive Officer from April 1999 to September 2000 and as its Senior Vice President-Worldwide Sales and Marketing from September 1997 to April 1999.

**Stuart H. Kupinsky.** Mr. Kupinsky will serve as General Counsel and Secretary. Mr. Kupinsky has served as Senior Vice President, General Counsel and Secretary of Old Teligent since May 2001. He served as the Vice President of Legal and Business Affairs of Old Teligent from July 1999 to May 2001 and was responsible for providing legal advice regarding corporate, technology, human resources and other issues. He served as an Associate General Counsel of Old Teligent from October 1997 to July 1999 and as its Assistant Secretary from October 1997 to May 2001. Mr. Kupinsky served as a trial attorney with the U.S. Department of Justice from September 1996 to October 1997, where he was primarily responsible for telecommunications antitrust enforcement actions. From March 1995 to August 1996, Mr. Kupinsky served at the FCC as one of the primary attorneys responsible for drafting the implementing regulations of the Telecommunications Act.

<sup>1</sup> These individuals currently held comparable positions with Old Teligent.

**William L. Marshall.** Mr. Marshall will serve as the Chief Financial Officer and Treasurer. Mr. Marshall has served as Director of Business Operations and Planning of Old Teligent since November 2000. He served Lucent Technologies as COO for its Enterprise Network Northeast Region Operation (1999-2000) and prior to that was CFO for Lucent's Global Accounts United (1996-1999). Mr. Marshall also served in a number of headquarters and field operational assignments with AT&T and Lucent (from 1986 - 1996) in the areas of sales, technical support, marketing and business strategy.

**Roger A. Sullivan.** Mr. Sullivan will serve as Vice President, Network Operations. Mr. Sullivan has been the Vice President of Network Operations of Old Teligent since February 2001. He has served in a variety of capacities with Old Teligent, including: National Vice President of Field Operations and Engineering from April 2000 to February 2001; Vice President of Network Services from August of 1999 to April 2000; and Director of Market Development from April 1998 to August 1999. He served as a manager of the Telecommunications Group for Pitiglio Rabin Todd and McGrath, a management consulting firm, from August 1995 to April 1998 and previously held various engineering and technology management positions for Raytheon Company.

**William R. Tyson.** Mr. Tyson will serve as Vice President, Customer Operations. Mr. Tyson has been the Vice President of Customer Services of Old Teligent since February 2001. He has served in a variety of capacities with Old Teligent, including: Vice President of Sales Operations from February 2000 to February 2001; and Director of Local Order Provisioning/Customer Service from January 1998 to February 2000. He served MCI WorldCom as Director of Local Network Operations from November 1996 to January 1998. From May 1993 to November 1996, Mr. Tyson served MFS Communications as Director of Customer Service and Network Operations.

**Denisse Goldberg.** Ms. Goldberg will serve as Vice President, Marketing. Ms. Goldberg has been the Vice President of Marketing of Old Teligent since May 2001. She served as the Vice President of Marketing Business Analysis of Old Teligent from November 2000 to April 2001 and as Director of Marketing Business Analysis of Old Teligent from February 2000 to October 2000, directing the development of product pricing and profitability measurement tools for Old Teligent's products. She served MCI WorldCom in a variety of strategic planning and analysis positions for its local business unit from September 1997 to January 2000. Ms. Goldberg held various marketing and brand management positions at Colgate Palmolive from March 1994 to July 1997.

**Terri B. Natoli.** Ms. Natoli will serve as our Vice President, Regulatory Affairs and Public Policy and Assistant Secretary. Ms. Natoli has been the Vice President of Regulatory Affairs and Public Policy and an Assistant Secretary of Old Teligent since July 1999. She served as Associate General Counsel, Director and Assistant Secretary of Old Teligent from September 1997 to July 1999, responsible for providing legal advice regarding all aspects of federal and state regulatory matters and public policy. In addition, she was responsible for regulatory compliance, state and federal licensing and interconnection-related matters. From May 1995 to September 1997, Ms. Natoli was an associate with the law firm of Fleischman and Walsh, L.L.P., where she practiced in the federal and state telecommunications regulatory arenas on behalf of a diversified base of telecommunications clients, including Old Teligent's predecessor.

She has also held numerous regulatory positions with other telecommunications companies including GTE and Sprint since beginning her career in telecommunications in April 1979.



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Vice President-Federal Regulatory

202 463 4113  
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May 6, 2002

WRITTEN EX PARTE

Ms Marlene H. Dortch  
Secretary  
Federal Communications Commission  
The Portals  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20554

Re: CC Docket No. 02-35

Dear Ms Dortch:

Each week KPMG files a written report with the Florida Public Service Commission to document the status of the Florida Third-Party Test of BellSouth's OSS. Attached is the weekly report filed on May 6, 2002. On page 36 of that Report, KPMG states that it has closed Observation 178. I am filing this report with you in response to a request from the FCC staff that BellSouth provide documentation showing that KPMG has closed that Observation.

In accordance with Section 1.1206, I am filing two copies of this notice and the accompanying attachment and request that you please place them in the record of the proceeding identified above. Thank you.

Sincerely,



Kathleen B. Levitz

Attachment

cc: Renee Crittenden  
Ian Dillner  
Daniel Shiman  
Susan Pié  
James Davis-Smith